

WEIL, GOTSHAL & MANGES LLP
Stephen Karotkin (*pro hac vice*)
(stephen.karotkin@weil.com)
Theodore Tsekerides (*pro hac vice*)
(theodore.tsekerides@weil.com)
Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)
767 Fifth Avenue
New York, NY 10153-0119
Tel: 212 310 8000
Fax: 212 310 8007

Attorneys for Debtors and Debtors in Possession

KELLER BENVENUTTI KIM LLP
Tobias S. Keller (#151445)
(tkeller@kbbkllp.com)
Peter J. Benvenutti (#60566)
(pbenvenutti@kbbkllp.com)
Jane Kim (#298192)
(jkim@kbbkllp.com)
650 California Street, Suite 1900
San Francisco, CA 94108
Tel: (415) 496-6723
Fax: (650) 636 9251

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

PACIFIC GAS AND ELECTRIC COMPANY,

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Case No. 19-30088 (DM)
Chapter 11
(Lead Case)
(Jointly Administered)

**STIPULATION ENLARGING TIME
FOR DALE S. WITHROW AND
BEVERLY R. WITHROW,
INDIVIDUALLY AND AS
TRUSTEES FOR THE DALE S.
WITHROW AND BEVERLY R.
WITHROW LIVING TRUST, TO
AMEND PROOF OF CLAIM**

[Related to Dkt. Nos. 7829-30]

Resolving Motion set for Hearing on
July 7, 2020 at 10:00 a.m. PT

PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as debtors and debtors in possession (collectively, the “**Debtors**”) in the above-captioned cases (the “**Chapter 11 Cases**”), on the one hand, and Dale S. Withrow and Beverly R. Withrow, individually and as Trustees for the Dale S. Withrow and Beverly R. Withrow Living Trust (collectively, the “**Movants**”), on the other hand, by and through their respective counsel, hereby submit this stipulation (the “**Stipulation**”) for an order enlarging the time for Movants to file an amended proof of claim in the Chapter 11 Cases as set forth herein. The Debtors and Movants are referred to in this Stipulation collectively as the “**Parties**,” and each as a “**Party**.” The Parties hereby stipulate and agree as follows:

RECITALS

A. On January 29, 2019 (the “**Petition Date**”), the Debtors commenced these Chapter 11 Cases in the United States Bankruptcy Court for the Northern District of California (the “**Bankruptcy Court**”).

B. By Order dated July 1, 2019 [Docket No. 2806] (the “**Bar Date Order**”), the Bankruptcy Court set October 21, 2019 at 5:00 p.m. (Prevailing Pacific Time) (the “**Original Bar Date**”) as the deadline in these Chapter 11 Cases for filing proofs of claim in respect of any of prepetition claim (as defined in section 101(5) of the Bankruptcy Code) against either of the Debtors, including all claims of Fire Claimants,¹ Wildfire Subrogation Claimants, Governmental Units (as defined in section 101(27) of the Bankruptcy Code), and Customers, and for the avoidance of doubt, including all secured claims and priority claims.

C. By Order dated November 11, 2019, the Bankruptcy Court extended the Bar Date until December 31, 2019 at 5:00 p.m. (Prevailing Pacific Time), solely for the benefit of any non-governmental Fire Claimants who had not filed proofs of claim by the Original Bar Date.

¹ Capitalized terms used but not otherwise herein defined have the meanings ascribed to such terms in the Bar Date Order or the Plan (as defined below), as applicable.

1 D. On August 29, 2020, Dale S. Withrow and Beverly R. Withrow filed Proof of Claim
2 No. 8406 (the “**Original Proof of Claim**”), on account of damages allegedly sustained as a result of
3 the Camp Fire (the “**Asserted Claims**”).

4 E. On June 8, 2020, Movants filed the *Motion Pursuant to Fed. R. Civ. P. 15 to Amend*
5 *Proof of Claim No. 8406* [Dkt. No. 7829] (the “**Motion**”). The Motion is set for hearing on July 7,
6 2020 (the “**Hearing**”). See Dkt. No. 7830.

7 F. By Order dated June 20, 2020 [Dkt. No. 8053] the Bankruptcy Court confirmed the
8 *Debtors’ and Shareholder Proponents’ Joint Chapter 11 Plan of Reorganization dated June 19,*
9 *2020* (as may be further modified, amended or supplemented from time to time, and together with
10 any exhibits or scheduled thereto, the “**Plan**”).

11 G. Movants annexed as Exhibit A to the Motion a proposed proof of claim form they
12 intend to file in these Chapter 11 Cases in order to amend the Original Proof of Claim (the
13 “**Amended Proof of Claim**”).

14 H. Through the Motion, Movants request an order “directing that the [Amended Proof of
15 Claim] be deemed timely filed as relating back to October 21, 2019,” or “alternatively, directing that
16 Movants shall have until 30 days from a ruling on this Motion to submit the [Amended Proof of
17 Claim].” Mot. at 4.

18 I. The Debtors have raised with Movants certain informal objections to the relief
19 requested in the Motion.

20 J. The Official Committee of Tort Claimants and the Fire Victim Trustee have reviewed
21 the Stipulation and, based on the facts presented in the Motion, has no objection to the agreements
22 set forth herein or to entry of an Order approving the terms of the Stipulation.

23 K. The Parties hereto desire to resolve their issues regarding the Motion.
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1 **NOW, THEREFORE, UPON THE FOREGOING RECITALS, WHICH ARE**
2 **INCORPORATED AS THOUGH FULLY SET FORTH HEREIN, IT HEREBY IS**
3 **STIPULATED AND AGREED, BY AND BETWEEN THE PARTIES, THROUGH THE**
4 **UNDERSIGNED, AND THE PARTIES JOINTLY REQUEST THE BANKRUPTCY COURT**
5 **TO ORDER, THAT:**

6 1. The Amended Proof of Claim as annexed as Exhibit A to the Motion shall be deemed
7 timely filed on the condition that it is filed no later than seven (7) days after the entry of any Order
8 approving the terms of this Stipulation.

9 2. Nothing herein is intended to, nor shall it be construed to be, a waiver by the Debtors
10 or any other party in interest of any right to (i) object to the Asserted Claims or the Amended Proof
11 of Claim on any grounds other than the untimely filing thereof, or (ii) seek to reclassify the
12 Amended Proof of Claim.

13 3. Nothing herein is intended to, nor shall it be construed to be, a waiver by Movants of
14 their right to seek to reclassify the Amended Proof of Claim or to assert any other right in
15 contravention to or in opposition of any asserted challenge to the Asserted Claims or the Amended
16 Proof of Claim.

17 4. Upon the timely filing of the Amended Proof of Claim pursuant to paragraph 1 of this
18 Stipulation, the Original Proof of Claim shall be deemed expunged, and Prime Clerk LLC, the
19 claims agent appointed in the Chapter 11 Cases, shall be authorized to update the official claims
20 register to reflect the terms set forth herein.

21 5. Upon entry of an Order approving the terms of this Stipulation, the Motion shall be
22 deemed withdrawn with prejudice and the Hearing vacated.

23 6. In the event that this Stipulation is not approved by the Bankruptcy Court, it shall be
24 null and void and have no force or effect and the Parties agree that, in such circumstances, this
25 Stipulation shall be of no evidentiary value whatsoever in any proceedings.

26 7. This Stipulation shall be binding on the Parties and each of their successors in
27 interest.

28 8. This Stipulation shall constitute the entire agreement and understanding of the Parties
relating to the subject matter hereof and supersede all prior agreements and understandings relating
to the subject matter hereof.

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9. This Stipulation may be executed in counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same agreement.

10. The Bankruptcy Court shall retain jurisdiction to resolve any disputes or controversies arising from this Stipulation or any Order approving the terms of this Stipulation.

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Dated: June 26, 2020

WEIL GOTSHAL & MANGES LLP

/s/ Matthew Goren
Matthew Goren, Esq.

*Attorneys for Debtors
and Debtors in Possession*

Dated: June 26, 2020

LEVIN LAW GROUP

/s/ Richard H. Levin
Richard H. Levin, Esq.

*Attorneys for Dale S. Withrow and Beverly R.
Withrow, Individually and as Trustee for the
Dale S. Withrow and Beverly R. Withrow
Living Trust*